BILL NO. 87-12-14 (as amended)

SPECIAL ORDINANCE NO. S-313-87

AN ORDINANCE AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "CITY OF FORT WAYNE LIGHT AND POWER UTILITY REFUNDING BONDS OF 1987" AND APPROVING OTHER ACTIONS IN RESPECT THERETO.

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer") is a municipal corporation and political subdivision in and of the State of Indiana, and by virtue of the laws of the State of Indiana, including Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the "Act"), is authorized and empowered among other things (a) to issue and sell its revenue bonds and to loan the proceeds thereof to finance the acquisition, construction, equipping and installation of an economic development facility, (b) to issue and sell bonds in accordance with Indiana Code, Title 5, Article 1, Chapter 5 to refund outstanding economic development revenue bonds, and (c) to enact this Bond Ordinance and execute and deliver the agreements and assignments hereinafter identified; and

WHEREAS, the Issuer did, on December 29, 1983, issue its City of Fort Wayne, Indiana Floating Rate Monthly Demand Industrial Development Revenue Bonds (Fort Wayne Center Associates Limited Project) 1983 Series in the original principal amount of $10,000,000 (the Original Bonds) pursuant to the Act; and

WHEREAS, this Common Council has determined that it would be of benefit to the health and general welfare of the Issuer to refund the Original Bonds, and that such refunding would comply with the Act;

BE IT ORDAINED by the Common Council of the City of Fort Wayne, Indiana that:

SECTION 1. It is hereby found that the issuance and sale of revenue bonds and the use of the proceeds of such revenue bonds for the reimbursing of the Fort Wayne National Bank under the terms of a Reimbursement Agreement entered into between the Issuer and

Fort Wayne National Bank, to reimburse Fort Wayne National Bank for the payment by it under the terms of the Letter of Credit issued by it in favor of Bank of America National Trust and Savings Association, which paid the holders of the Original Bonds pursuant to the terms and conditions of the Original Bonds, the payment of the revenue bonds by payments of the Issuer under a Bond Purchase Agreement, and the securing of said Bonds under an Indenture of Trust between the Issuer and Summit Bank of Fort Wayne, as Trustee (the "Trustee") dated as of December 15, 1987 (the "Indenture") complies with the purposes and provisions of the Act and will be of benefit to the health and general welfare of the Issuer and its citizens.

SECTION 2. The substantially final forms of the Indenture, Bond Purchase Agreement, Pledge Agreement, and Official Statement are hereby approved (herein collectively referred to as the "Financing Agreement") and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of the Common Council and kept on file by the Clerk. In accordance with the provisions of the Act, two copies of the Financing Agreement are on file in the Office of the Clerk for public inspection.

SECTION 3. The Issuer shall issue its City of Fort Wayne Light and Power Utility Refunding Bonds of 1987 in the total principal amount of $3,000,000 and maturing serially as follows: August 15, 1990, $500,000; August 15, 1991, $500,000; August 15, 1992, $600,000; August 15, 1993, $650,000; and with final maturity August 15, 1994 of $750,000 (the "Series 1987 Bonds"). Said Series 1987 Bonds are to be issued for the purpose of procuring funds to reimburse the Fort Wayne National Bank pursuant to its Reimbursement Agreement with the Issuer, and the Series 1987 Bonds will be payable as to principal, premium, if any, and interest from the payments made by the Issuer under the above-described Indenture. The Series 1987 Bonds shall be initially issued in fully registered form in the

denomination of $5,000 or integral multiples thereof, and the Series 1987 Bonds shall be redeemable as provided in Article III of the Indenture. Payments of principal and interest are payable in lawful money of the United States of America at the principal office of the Trustee or its successor in trust or by check or draft mailed or delivered to the registered owners as provided in the Indenture. The Series 1987 Bonds shall never constitute a general obligation of, an indebtedness of, or a charge against the general credit of the City of Fort Wayne, nor are the Series 1987 Bonds payable in any manner from revenues raised by taxation, but are solely payable as provided in the Bonds and the Indenture.

SECTION 4. The Mayor and Clerk are authorized and directed to sell such Series 1987 Bonds to the Original Purchaser as set forth in the Indenture and the Bond Purchase Agreement. The rate of interest per annum on the Series 1987 Bonds shall not exceed 9.625 percent, the exact rate or rates to be determined by the Mayor. The Bonds shall be sold to the Original Purchaser at a price of not less than 100% of the principal amount thereof.

SECTION 5. The Mayor and Clerk are authorized and directed to execute, attest, affix or imprint by any means the City seal to the documents constituting the Financing Agreement approved herein on behalf of the City and any other document which may be necessary or desirable to consummate the transaction, including the Series 1987 Bonds authorized herein. The Mayor and Clerk are hereby expressly authorized to approve any modifications or additions to the documents constituting the Financing Agreement which take place after the date of this Ordinance with the review and advice of the City Attorney; it being the express understanding of this Common Council that said Financing Agreement is in substantially final form

as of the date of this Ordinance. The approval of said modifications of additions shall be conclusively evidenced by the execution and attestation thereof and the affixing of the seal thereto or the imprinting of the seal thereon; provided, however, that no such modification or addition shall change the maximum principal amount of, interest rate on or terms of the Series 1987 Bonds as approved by the Common Council by this Ordinance without further consideration by the Common Council. The signatures of the Mayor and Clerk on the Series 1987 Bonds may be either manual or facsimile signatures. The Clerk is authorized to arrange for delivery of such Series 1987 Bonds to the Trustee and payment for the Series 1987 Bonds will be made to the Trustee named in the Indenture and after such payment the Series 1987 Bonds will be delivered to the purchaser thereof. The Mayor and Clerk shall execute and the Clerk shall deliver the Series 1987 Bonds to the Trustee within ninety (90) days of the adoption of this Ordinance. The Series 1987 Bonds shall be originally dated as of December 15, 1987.

SECTION 6. The provisions of this Ordinance and the Indenture securing the Series 1987 Bonds shall constitute a contract binding between the Issuer and holders of the City of Fort Wayne Light and Power Utility Refunding Bonds of 1987, and after the issuance of said Series 1987 Bonds this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of such holders so long as the said Series 1987 Bonds or the interest thereon remains unpaid.

SECTION 7. This Ordinance shall be in full force and effect from and after its passage and signing by the Mayor.

Barry A. Eisbart

COUNCILMEMBER

APPROVED AS TO FORM AND LEGALITY
THIS 11th DAY OF DECEMBER, 1987.

BV Boxberger

Bruce O. Boxberger, City Attorney

BILL NO. 87-12-14

SPECIAL ORDINANCE NO. S_____

AN ORDIANCE AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "CITY OF FORT WAYNE LIGHT AND POWER UTILITY REFUNDING BONDS OF 1987" AND APPROVING OTHER ACTIONS IN RESPECT THERETO.

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer") is a municipal corporation and political subdivision in and of the State of Indiana, and by virtue of the laws of the State of Indiana, including Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the "Act"), is authorized and empowered among other things (a) to issue and sell its revenue bonds and to loan the proceeds thereof to finance the acquisition, construction, equipping and installation of an economic development facility, (b) to issue and sell bonds in accordance with Indiana Code, Title 5, Article 1, Chapter 5 to refund outstanding economic development revenue bonds, and (c) to enact this Bond Ordinance and execute and deliver the agreements and assignments hereinafter identified; and

WHEREAS, the Issuer did, on December 29, 1983, issue its City of Fort Wayne, Indiana Floating Rate Monthly Demand Industrial Development Revenue Bonds (Fort Wayne Center Associates Limited Project) 1983 Series in the original principal amount of $10,000,000 (the Original Bonds) pursuant to the Act; and

WHEREAS, this Common Council has determined that it would be of benefit to the health and general welfare of the Issuer to refund the Original Bonds, and that such refunding would comply with the Act;

BE IT ORDAINED by the Common Council of the City of Fort Wayne, Indiana that:

SECTION 1. It is hereby found that the issuance and sale of revenue bonds and the use of the proceeds of such revenue bonds for the reimbursing of the Fort Wayne National Bank under the terms of a Reimbursement Agreement entered into between the Issuer and

Fort Wayne National Bank, to reimburse Fort Wayne National Bank for the payment by it under the terms of the Letter of Credit issued by it in favor of Bank of America National Trust and Savings Association, which paid the holders of the Original Bonds pursuant to the terms and conditions of the Original Bonds, the payment of the revenue bonds by payments of the Issuer under a Bond Purchase Agreement, and the securing of said Bonds under an Indenture of Trust between the Issuer and Summit Bank of Fort Wayne, as Trustee (the "Trustee") dated as of December 15, 1987 (the "Indenture") complies with the purposes and provisions of the Act and will be of benefit to the health and general welfare of the Issuer and its citizens.

SECTION 2. The substantially final forms of the Indenture, Bond Purchase Agreement and the Limited Offering Circular are hereby approved (herein collectively referred to as the "Financing Agreement") and the Financing Agreement shall be incorporated herein by reference and shall be inserted in the minutes of the Common Council and kept on file by the Clerk. In accordance with the provisions of the Act, two copies of the Financing Agreement are on file in the Office of the Clerk for public inspection.

SECTION 3. The Issuer shall issue its City of Fort Wayne Light and Power Utility Refunding Bonds of 1987 in the total principal amount of $3,000,000 and maturing serially as follows: August 15, 1990, $500,000; August 15, 1991, $500,000; August 15, 1992, $600,000; August 15, 1993, $650,000; and with final maturity August 15, 1994 of $750,000 (the "Series 1987 Bonds"). Said Series 1987 Bonds are to be issued for the purpose of procuring funds to reimburse the Fort Wayne National Bank pursuant to its Reimbursement Agreement with the Issuer, and the Series 1987 Bonds will be payable as to principal, premium, if any, and interest from the payments made by the Issuer under the above-described Indenture. The Series 1987 Bonds shall be initially issued in fully registered form in the

denomination of $5,000 or integral multiples thereof, and the Series 1987 Bonds shall be redeemable as provided in Article III of the Indenture. Payments of principal and interest are payable in lawful money of the United States of America at the principal office of the Trustee or its successor in trust or by check or draft mailed or delivered to the registered owners as provided in the Indenture. The Series 1987 Bonds shall never constitute a general obligation of, an indebtedness of, or a charge against the general credit of the City of Fort Wayne, nor are the Series 1987 Bonds payable in any manner from revenues raised by taxation, but are solely payable as provided in the Bonds and the Indenture.

SECTION 4. The Mayor and Clerk are authorized and directed to sell such Series 1987 Bonds to the Original Purchaser as set forth in the Indenture and the Bond Purchase Agreement. The rate of interest per annum on the Series 1987 Bonds shall be as follows: for Bonds maturing August 15, 1990, 6.875%; for Bonds maturing August 15, 1991, 6.875%; for Bonds maturing August 15, 1992, 6.80%; for Bonds maturing August 15, 1993, 6.50%; and for Bonds maturing August 15, 1994, 6.60%. The Bonds shall be sold to the Original Purchaser at a price of not less than 100% of the principal amount thereof.

SECTION 5. The Mayor and Clerk are authorized and directed to execute, attest, affix or imprint by any means the City seal to the documents constituting the Financing Agreement approved herein on behalf of the City and any other document which may be necessary or desirable to consummate the transaction, including the Series 1987 Bonds authorized herein. The Mayor and Clerk are hereby expressly authorized to approve any modifications or additions to the documents constituting the Financing Agreement which take place after the date of this Ordinance with the review and advice of the City Attorney; it being the express understanding of this Common Council that said Financing Agreement is in substantially final form

as of the date of this Ordinance. The approval of said modifications or additions shall be conclusively evidenced by the execution and attestation thereof and the affixing of the seal thereto or the imprinting of the seal thereon; provided, however, that no such modification or addition shall change the maximum principal amount of, interest rate on or terms of the Series 1987 Bonds as approved by the Common Council by this Ordinance without further consideration by the Common Council. The signatures of the Mayor and Clerk on the Series 1987 Bonds may be either manual or facsimile signatures. The Clerk is authorized to arrange for delivery of such Series 1987 Bonds to the Trustee and payment for the Series 1987 Bonds will be made to the Trustee named in the Indenture and after such payment the Series 1987 Bonds will be delivered to the purchaser thereof. The Mayor and Clerk shall execute and the Clerk shall deliver the Series 1987 Bonds to the Trustee within ninety (90) days of the adoption of this Ordinance. The Series 1987 Bonds shall be originally dated as of December 15, 1987.

SECTION 6. The provisions of this Ordinance and the Indenture securing the Series 1987 Bonds shall constitute a contract binding between the Issuer and holders of the City of Fort Wayne Light and Power Utility Refunding Bonds of 1987, and after the issuance of said Series 1987 Bonds this Ordinance shall not be repealed or amended in any respect which would adversely affect the rights of such holders so long as the said Series 1987 Bonds or the interest thereon remains unpaid.

SECTION 7. This Ordinance shall be in full force and effect from and after its passage and signing by the Mayor.

COUNCILMEMBER

APPROVED AS TO FORM AND LEGALITY
THIS 11th DAY OF DECEMBER, 1987.

Bruce O. Boxberger, City Attorney

Read the first time in full and on motion by _____, seconded by _____, and duly adopted, read the second time by title and referred to the Committee _____ (and the City Plan Commission for recommendation) and Public Hearing to be held after due legal notice, at the Council Chambers, City-County Building, Fort Wayne, Indiana, on _____, the _____ day of _____, 19____, at _____ o'clock ____.M.,E.S.

DATE: _____

SANDRA E. KENNEDY, CITY CLERK

Read the third time in full and on motion by Eisbart, seconded by Stier, and duly adopted, placed on its passage. PASSED (~~LOST~~) by the following vote:

	AYES	NAYS	ABSTAINED	ABSENT	TO-WIT:
TOTAL VOTES	8	1			
BRADBURY	✓				
BURNS	✓				
EISBART	✓				
GiaQUINTA	✓				
HENRY	✓				
REDD	✓				
SCHMIDT		✓			
STIER	✓				
TALARICO	✓				

DATE: 12-29-87

Sandra E. Kennedy

SANDRA E. KENNEDY, CITY CLERK

Passed and adopted by the Common Council of the City of Fort Wayne, Indiana, as (ANNEXATION) (APPROPRIATION) (GENERAL) (SPECIAL) (ZONING MAP) ORDINANCE (RESOLUTION) NO. S-313-87 on the 29th day of December, 19 87,

ATTEST: (SEAL)

Sandra E. Kennedy

SANDRA E. KENNEDY, CITY CLERK

Mark E. GiaQuinta

PRESIDING OFFICER

Presented by me to the Mayor of the City of Fort Wayne, Indiana, on the 30th day of December, 19 87, at the hour of 9:30 o'clock A.M.,E.S.T.

Sandra E. Kennedy

SANDRA E. KENNEDY, CITY CLERK

Approved and signed by me this 30th day of December, 19 87, at the hour of 11:00 o'clock A.M.,E.S.T.

WIN MOSES, JR., MAYOR

BILL NO. S-87-12-14 - AS AMENDED

REPORT OF THE COMMITTEE ON FINANCE

WE, YOUR COMMITTEE ON FINANCE TO WHOM WAS REFERRED AN (ORDINANCE) ~~(RESOLUTION)~~ AUTHORIZING THE CITY OF FORT WAYNE TO ISSUE ITS "CITY OF FORT WAYNE LIGHT AND POWER UTILITY REFUNDING BONDS OF 1987" AND APPROVING OTHER ACTIONS IN RESPECT THERETO

HAVE HAD SAID (ORDINANCE) ~~(RESOLUTION)~~ UNDER CONSIDERATION AND BEG LEAVE TO REPORT BACK TO THE COMMON COUNCIL THAT SAID (ORDINANCE) ~~(RESOLUTION)~~

YES		NO
	BEN A. EISBART CHAIRMAN	
	JAMES S. STIER VICE CHAIRMAN	
	CHARLES B. REDD	
	DONALD J. SCHMIDT	
	SAMUEL J. TALARICO	

CONCURRED IN

SANDRA E. KENNEDY
CITY CLERK